

F960000003058

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FRANLINK INC.
(Name of corporation - must include suffix)

300001869123
-06/20/96--01027--005
*****78.75 *****78.75

Dear Sir or Madam:

W96-7579

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

300001869123
-06/20/96--01027--004
***1200.00 ***1200.00

Larry Onhaizer
(Name of Person)

FRANLINK INC.
(Firm/Company)

1800 Spring Dr. - Ste. 801
(Address)

Houston, Texas 77057
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 18 PM 1:36

FILED

Should you need to call someone concerning this matter, please call:

Larry Onhaizer
(Name of Person)

at (713) 784-0757
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1996

LARRY ONHAIZER
FRANLINK INC.
1800 BERING DR., #801
HOUSTON, TX 77057

SUBJECT: FRANLINK INC.
Ref. Number: W96000007579

We have received your document for FRANLINK INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 996A00016119

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. FRANLINK INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. TEXAS
(State or country under the law of which it is incorporated)
3. 76-0413231
(FEI number, if applicable)
4. 9/15/93
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 7/10/95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1800 Bering Dr. -Ste. 801
Houston, Texas 77057
(Current mailing address)
8. Temporary Staffing Service
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: CT CORPORATION SYSTEM
Office Address: 1200 So. Pine Island Rd.
Plantation, Florida, 33324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
96 JUN 18 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Karen Pitts

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

Director: William T. Pitts

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Karen Pitts

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

Executive Vice President: Isaac A. Steele

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

Secretary: William T. Pitts

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

Treasurer: William T. Pitts

Address: 1800 Bering Dr. - Ste. 801

Houston, Texas 77057

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Karen Pitts CEO
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karen Pitts CEO
(Typed or printed name and capacity of person signing application)

FILED
96 JUN 18 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



The State of Texas

SECRETARY OF STATE

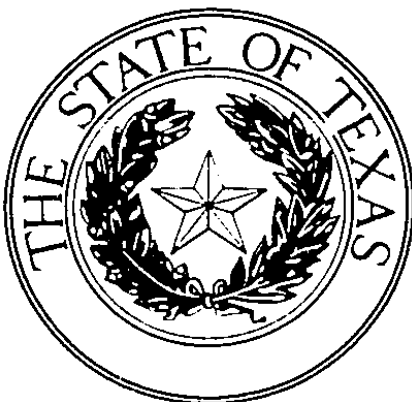
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

FRANLINK, INC.
CHARTER NO. 1283526-0

were filed in this office and a certificate of incorporation was issued
SEPTEMBER 15, 1993;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

FILED
96 JUN 18 PM 1:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on May 21, 1996.*

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

DAE